

Fill in this information to identify the caseDebtor name Northwind Energy Partners, LLCUnited States Bankruptcy Court for the: SOUTHERN DISTRICT OF TEXASCase number 16-35225
(if known)☐ Check if this is an amended filing**Official Form 206A/B****Schedule A/B: Assets -- Real and Personal Property**

12/15

Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

Part 1: Cash and cash equivalents**1. Does the debtor have any cash or cash equivalents?**

- ☐ No. Go to Part 2.
☒ Yes. Fill in the information below.

All cash or cash equivalents owned or controlled by the debtor

Current value of debtor's interest

2. Cash on hand**3. Checking, savings, money market, or financial brokerage accounts (Identify all)**

Name of institution (bank or brokerage firm)

Type of account

Last 4 digits of account number

3.1. Whitney BankChecking account4 5 8 3\$93.00**4. Other cash equivalents (Identify all)**

Name of institution (bank or brokerage firm)

5. Total of Part 1

Add lines 2 through 4 (including amounts on any additional sheets). Copy the total to line 80.

\$93.00**Part 2: Deposits and prepayments****6. Does the debtor have any deposits or prepayments?**

- ☒ No. Go to Part 3.
☐ Yes. Fill in the information below.

Debtor Northwind Energy Partners, LLC
NameCase number (if known) 16-35225

General description	Date of the last physical inventory MM/DD/YYYY	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
19. Raw materials				
20. Work in progress				
21. Finished goods, including goods held for resale				
22. Other inventory or supplies				
23. Total of Part 5 Add lines 19 through 22. Copy the total to line 84.				\$0.00

24. Is any of the property listed in Part 5 perishable?

- ☒ No
☐ Yes

25. Has any of the property listed in Part 5 been purchased within 20 days before the bankruptcy was filed?

- ☒ No
☐ Yes. Book value _____ Valuation method _____ Current value _____

26. Has any of the property listed in Part 5 been appraised by a professional within the last year?

- ☒ No
☐ Yes

Part 6: Farming and fishing-related assets (other than titled motor vehicles and land)

27. Does the debtor own or lease any farming or fishing-related assets (other than titled motor vehicles and land)?

- ☒ No. Go to Part 7.
☐ Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
28. Crops--either planted or harvested			
29. Farm animals <i>Examples:</i> Livestock, poultry, farm-raised fish			
30. Farm machinery and equipment (Other than titled motor vehicles)			
31. Farm and fishing supplies, chemicals, and feed			
32. Other farming and fishing-related property not already listed in Part 6			

33. Total of Part 6.
Add lines 28 through 32. Copy the total to line 85.

\$0.00

34. Is the debtor a member of an agricultural cooperative?

- ☒ No
☐ Yes. Is any of the debtor's property stored at the cooperative?
☐ No
☐ Yes

35. Has any of the property listed in Part 6 been purchased within 20 days before the bankruptcy was filed?

- ☒ No
☐ Yes. Book value _____ Valuation method _____ Current value _____

36. Is a depreciation schedule available for any of the property listed in Part 6?

- ☒ No
☐ Yes

37. Has any of the property listed in Part 6 been appraised by a professional within the last year?

- ☒ No
☐ Yes

Debtor Northwind Energy Partners, LLC
NameCase number (if known) 16-35225**Part 7: Office furniture, fixtures, and equipment; and collectibles**

38. Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?

- ☒ No. Go to Part 8.
☐ Yes. Fill in the information below.

General description

Net book value of
debtor's interest
(Where available)Valuation method
used for current valueCurrent value of
debtor's interest

39. Office furniture

40. Office fixtures

41. Office equipment, including all computer equipment and
communication systems equipment and software42. Collectibles Examples: Antiques and figurines; paintings, prints, or other
artwork; books, pictures, or other art objects; china and crystal; stamp, coin,
or baseball card collections; other collections, memorabilia, or collectibles

43. Total of Part 7.

Add lines 39 through 42. Copy the total to line 86.

\$0.00

44. Is a depreciation schedule available for any of the property listed in Part 7?

- ☒ No
☐ Yes

45. Has any of the property listed in Part 7 been appraised by a professional within the last year?

- ☒ No
☐ Yes

Part 8: Machinery, equipment, and vehicles

46. Does the debtor own or lease any machinery, equipment, or vehicles?

- ☒ No. Go to Part 9.
☐ Yes. Fill in the information below.

General description

Include year, make, model, and identification numbers
(i.e., VIN, HIN, or N-number)Net book value of
debtor's interest
(Where available)Valuation method
used for current valueCurrent value of
debtor's interest

47. Automobiles, vans, trucks, motorcycles, trailers, and titled farm vehicles

48. Watercraft, trailers, motors, and related accessories Examples: Boats
trailers, motors, floating homes, personal watercraft, and fishing vessels

49. Aircraft and accessories

50. Other machinery, fixtures, and equipment (excluding farm
machinery and equipment)

51. Total of Part 8.

Add lines 47 through 50. Copy the total to line 87.

\$0.00

52. Is a depreciation schedule available for any of the property listed in Part 8?

- ☒ No
☐ Yes

53. Has any of the property listed in Part 8 been appraised by a professional within the last year?

- ☒ No
☐ Yes

Debtor Northwind Energy Partners, LLC
NameCase number (if known) 16-35225**Part 9: Real property**

54. Does the debtor own or lease any real property?

- ☒ No. Go to Part 10.
☐ Yes. Fill in the information below.

55. Any building, other improved real estate, or land which the debtor owns or in which the debtor has an interest

Description and location of property Include street address or other description such as Assessor Parcel Number (APN), and type of property (for example, acreage, factory, warehouse, apartment or office building), if available.	Nature and extent of debtor's interest in property	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest

56. Total of Part 9.

Add the current value on lines 55.1 through 55.6 and entries from any additional sheets. Copy the total to line 88.

\$0.00

57. Is a depreciation schedule available for any of the property listed in Part 9?

- ☒ No
☐ Yes

58. Has any of the property listed in Part 9 been appraised by a professional within the last year?

- ☒ No
☐ Yes

Part 10: Intangibles and Intellectual Property

59. Does the debtor have any interests in intangibles or intellectual property?

- ☐ No. Go to Part 11.
☒ Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest

60. Patents, copyrights, trademarks, and trade secrets

61. Internet domain names and websites

62. Licenses, franchises, and royalties

See answer to #77 supra**\$0.00**

63. Customer lists, mailing lists, or other compilations

64. Other intangibles, or intellectual property

65. Goodwill

66. Total of Part 10.

Add lines 60 through 65. Copy the total to line 89.

\$0.00

67. Do your lists or records include personally identifiable information of customers (as defined in 11 U.S.C. §§ 101(41A) and 107)?

- ☒ No
☐ Yes

68. Is there an amortization or other similar schedule available for any of the property listed in Part 10?

- ☒ No
☐ Yes

69. Has any of the property listed in Part 10 been appraised by a professional within the last year?

- ☒ No
☐ Yes

Debtor Northwind Energy Partners, LLC
NameCase number (if known) 16-35225**Part 11: All other assets****70. Does the debtor own any other assets that have not yet been reported on this form?**

Include all interests in executory contracts and unexpired leases not previously reported on this form.

- ☐ No. Go to Part 12.
- ☒ Yes. Fill in the information below.

Current value of
debtor's interest**71. Notes receivable**

Description (include name of obligor)

72. Tax refunds and unused net operating losses (NOLs)

Description (for example, federal, state, local)

73. Interests in insurance policies or annuities**74. Causes of action against third parties (whether or not a lawsuit has been filed)**Co-claimant against World Energy Ventures LLC and against Hector Sulaiman \$35,000,000.00Nature of claim CounterclaimAmount requested \$35,000,000.00**75. Other contingent and unliquidated claims or causes of action of every nature, including counterclaims of the debtor and rights to set off claims****76. Trusts, equitable or future interests in property****77. Other property of any kind not already listed** *Examples: Season tickets, country club membership*Contractual access rights to 40 sq miles of 3D seismic data \$400,000.00Capitalized development costs - oil & gas prospects, net of impairment \$2,123,868.00**78. Total of Part 11.**

Add lines 71 through 77. Copy the total to line 90.

\$37,523,868.00**79. Has any of the property listed in Part 11 been appraised by a professional within the last year?**

- ☒ No
- ☐ Yes

Debtor **Northwind Energy Partners, LLC**
NameCase number (if known) **16-35225****Part 12: Summary**

In Part 12 copy all of the totals from the earlier parts of the form.

Type of property	Current value of personal property	Current value of real property
80. Cash, cash equivalents, and financial assets. <i>Copy line 5, Part 1.</i>	<u>\$93.00</u>	
81. Deposits and prepayments. <i>Copy line 9, Part 2.</i>	<u>\$0.00</u>	
82. Accounts receivable. <i>Copy line 12, Part 3.</i>	<u>\$0.00</u>	
83. Investments. <i>Copy line 17, Part 4.</i>	<u>\$0.00</u>	
84. Inventory. <i>Copy line 23, Part 5.</i>	<u>\$0.00</u>	
85. Farming and fishing-related assets. <i>Copy line 33, Part 6.</i>	<u>\$0.00</u>	
86. Office furniture, fixtures, and equipment; and collectibles. <i>Copy line 43, Part 7.</i>	<u>\$0.00</u>	
87. Machinery, equipment, and vehicles. <i>Copy line 51, Part 8.</i>	<u>\$0.00</u>	
88. Real property. <i>Copy line 56, Part 9.....</i> →		<u>\$0.00</u>
89. Intangibles and intellectual property. <i>Copy line 66, Part 10.</i>	<u>\$0.00</u>	
90. All other assets. <i>Copy line 78, Part 11.</i>	<u>+ \$37,523,868.00</u>	
91. Total. Add lines 80 through 90 for each column. 91a.	<u>\$37,523,961.00</u>	91b. <u>\$0.00</u>
92. Total of all property on Schedule A/B. Lines 91a + 91b = 92.....		<u>\$37,523,961.00</u>

Fill in this information to identify the case:Debtor name Northwind Energy Partners, LLCUnited States Bankruptcy Court for the: SOUTHERN DISTRICT OF TEXASCase number 16-35225
(if known)☐ Check if this is an amended filing

Official Form 206D

Schedule D: Creditors Who Have Claims Secured by Property

12/15

Be as complete and accurate as possible.

1. Do any creditors have claims secured by debtor's property?

- ☐ No. Check this box and submit page 1 of this form to the court with debtor's other schedules. Debtor has nothing else to report on this form.
- ☒ Yes. Fill in all of the information below.

Part 1: List Creditors Who Have Secured Claims**2. List in alphabetical order all creditors who have secured claims. If a creditor has more than one secured claim, list the creditor separately for each claim.**

Column A
Amount of claim
Do not deduct the value of collateral.

Column B
Value of collateral that supports this claim

2.1	Creditor's name	Describe debtor's property that is subject to a lien	\$7,500,000.00	\$7,500,000.00
	<u>World Energy Ventures LLC</u>	<u>Seismic data & development costs</u>		
	Creditor's mailing address <u>Hector Sulaiman</u>	Describe the lien		
	<u>Campos Eliseos 400 - 701</u>			
	<u>Col. Lomas de Chapultepec</u>	Is the creditor an insider or related party?		
		<input checked="" type="checkbox"/> No		
		<input type="checkbox"/> Yes		
	Creditor's email address, if known	Is anyone else liable on this claim?		
		<input checked="" type="checkbox"/> No		
		<input type="checkbox"/> Yes. Fill out <i>Schedule H: Codebtors</i> (Official Form 206H)		
	Date debt was incurred <u>2013</u>	As of the petition filing date, the claim is:		
	Last 4 digits of account number	Check all that apply.		
	Do multiple creditors have an interest in the same property?	<input type="checkbox"/> Contingent		
	<input checked="" type="checkbox"/> No	<input type="checkbox"/> Unliquidated		
	<input type="checkbox"/> Yes. Specify each creditor, including this creditor, and its relative priority.	<input type="checkbox"/> Disputed		

3. Total of the dollar amounts from Part 1, Column A, including the amounts from the Additional Page, if any.**\$7,500,000.00**

Debtor Northwind Energy Partners, LLCCase number (if known) 16-35225**Part 2: List Others to Be Notified for a Debt Already Listed in Part 1**

List in alphabetical order any others who must be notified for a debt already listed in Part 1. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for secured creditors.

If no others need to be notified for the debts listed in Part 1, do not fill out or submit this page. If additional pages are needed, copy this page.

Name and address

On which line in Part 1
did you enter the
related creditor?Last 4 digits of
account number
for this entityRobert S. Saunders, Esq.Line 2.1SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP920 North King Street, 7th. FloorP.O. Box 636WilmingtonDE 19801

Fill in this information to identify the case:

Debtor Northwind Energy Partners, LLC

United States Bankruptcy Court for the: SOUTHERN DISTRICT OF TEXAS

Case number (if known) 16-35225

☐ Check if this is an amended filing

Official Form 206E/F

Schedule E/F: Creditors Who Have Unsecured Claims

12/15

Be as complete and accurate as possible. Use Part 1 for creditors with PRIORITY unsecured claims and Part 2 for creditors with NONPRIORITY unsecured claims. List the other party to any executory contracts or unexpired leases that could result in a claim. Also list executory contracts on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B) and on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G). Number the entries in Parts 1 and 2 in the boxes on the left. If more space is needed for Part 1 or Part 2, fill out and attach the Additional Page of that Part included in this form.

Part 1: List All Creditors with PRIORITY Unsecured Claims

1. Do any creditors have priority unsecured claims? (See 11 U.S.C. § 507).

- ☐ No. Go to Part 2.
- ☒ Yes. Go to line 2.

2. List in alphabetical order all creditors who have unsecured claims that are entitled to priority in whole or part. If more space is needed for priority unsecured claims, fill out and attach the Additional Page of Part 1.

Total claim	Priority amount
<u>\$864,925.82</u>	<u>\$864,925.82</u>

2.1 Priority creditor's name and mailing addressInternal Revenue ServiceP.O. Box 7346Philadelphia PA 19101-7346

Date or dates debt was incurred _____

Last 4 digits of account number _____

Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a)(8)

As of the petition filing date, the claim is: Check all that apply.

- ☐ Contingent
- ☐ Unliquidated
- ☒ Disputed

Basis for the claim: _____

Is the claim subject to offset?

- ☒ No
- ☐ Yes

Debtor Northwind Energy Partners, LLCCase number (if known) 16-35225**Part 2: List All Creditors with NONPRIORITY Unsecured Claims**

3. List in alphabetical order all of the creditors with nonpriority unsecured claims. If more space is needed for nonpriority unsecured claims, fill out and attach the Additional Page of Part 2.

Amount of claim

<div style="border: 1px solid black; padding: 2px; display: inline-block;">3.1</div> Nonpriority creditor's name and mailing address <u>Abrams & Bayless LLP</u> <u>20 Montchanin Road - Ste. 200</u> <u>Wilmington</u> <u>DE</u> <u>19807</u> Date or dates debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: <u>\$137,302.47</u> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
<div style="border: 1px solid black; padding: 2px; display: inline-block;">3.2</div> Nonpriority creditor's name and mailing address <u>Bonds Brother Energy</u> <u>151 Abingdon Ave.</u> <u>Kenilworth</u> <u>IL</u> <u>60043</u> Date or dates debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: <u>\$8,013.53</u> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
<div style="border: 1px solid black; padding: 2px; display: inline-block;">3.3</div> Nonpriority creditor's name and mailing address <u>Christine Lemieux Trust U/A</u> <u>Bank of America, N.A., Trustee</u> <u>P.O. Box 832407</u> <u>Dallas</u> <u>TX</u> <u>75283-2407</u> Date or dates debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: <u>\$9,756.65</u> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
<div style="border: 1px solid black; padding: 2px; display: inline-block;">3.4</div> Nonpriority creditor's name and mailing address <u>Cypress Energy Corporation</u> <u>P.O. Box 66769</u> <u>Baton Rouge</u> <u>LA</u> <u>70896</u> Date or dates debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: <u>\$27,982.56</u> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes

Debtor Northwind Energy Partners, LLCCase number (if known) 16-35225**Part 2: Additional Page**

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

Amount of claim

3.5 Nonpriority creditor's name and mailing address As of the petition filing date, the claim is: \$61,409.59
Check all that apply.
Deane Pierce ☐ Contingent
c/o David M. Stiles, III ☐ Unliquidated
3411 Richmond Ave., #400 ☒ Disputed

Houston TX 77046

Basis for the claim:

Judgment

Date or dates debt was incurred _____

Is the claim subject to offset?

Last 4 digits of account number _____

☒ No
☐ Yes

3.6 Nonpriority creditor's name and mailing address As of the petition filing date, the claim is: \$39,550.46
Check all that apply.
Eula May Johnston Trust ☐ Contingent
Bank of America, NA ☐ Unliquidated
PO Box 832407 ☐ Disputed

Dallas TX 75283-2407

Basis for the claim:

Date or dates debt was incurred _____

Is the claim subject to offset?

Last 4 digits of account number _____

☒ No
☐ Yes

3.7 Nonpriority creditor's name and mailing address As of the petition filing date, the claim is: \$110,030.26
Check all that apply.
Fischer Childrens Common ☐ Contingent
P.O. Box 832407 ☐ Unliquidated
_____ ☐ Disputed

Dallas TX 75283-2407

Basis for the claim:

Date or dates debt was incurred _____

Is the claim subject to offset?

Last 4 digits of account number _____

☒ No
☐ Yes

3.8 Nonpriority creditor's name and mailing address As of the petition filing date, the claim is: \$438,128.66
Check all that apply.
French Capital Partners Ltd. ☐ Contingent
P.O. Box 11327 ☐ Unliquidated
_____ ☐ Disputed

Midland TX 79702

Basis for the claim:

Date or dates debt was incurred _____

Is the claim subject to offset?

Last 4 digits of account number _____

☒ No
☐ Yes

Debtor Northwind Energy Partners, LLCCase number (if known) 16-35225**Part 2: Additional Page**

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

Amount of claim

3.9 Nonpriority creditor's name and mailing addressAs of the petition filing date, the claim is:
Check all that apply.\$311,876.01French Land & Cattle Ltd.P.O. Box 11327

- ☐ Contingent
☐ Unliquidated
☐ Disputed

Basis for the claim:

Midland TX 79702

Date or dates debt was incurred _____

Is the claim subject to offset?

Last 4 digits of account number _____

- ☒ No
☐ Yes

3.10 Nonpriority creditor's name and mailing addressAs of the petition filing date, the claim is:
Check all that apply.\$87,436.40Grand Gulf Enrgy, LLCc/o David K. McCrory1313 West Pinhook Rd.PO Drawer 52606Lafayette LA 70505-2606

- ☐ Contingent
☐ Unliquidated
☒ Disputed

Basis for the claim:

Judgment

Date or dates debt was incurred _____

Is the claim subject to offset?

Last 4 digits of account number _____

- ☒ No
☐ Yes

3.11 Nonpriority creditor's name and mailing addressAs of the petition filing date, the claim is:
Check all that apply.\$74,476.20Gulf Coast Midwest Energy Prtnrs1811 Bering Dr.

- ☐ Contingent
☐ Unliquidated
☐ Disputed

Basis for the claim:

Houston TX 77057

Date or dates debt was incurred _____

Is the claim subject to offset?

Last 4 digits of account number _____

- ☒ No
☐ Yes

3.12 Nonpriority creditor's name and mailing addressAs of the petition filing date, the claim is:
Check all that apply.\$328,066.00Gyrodata, Inc.23000 Northwest Lake Drive

- ☐ Contingent
☐ Unliquidated
☒ Disputed

Basis for the claim:

JudgmentHouston TX 77095

Date or dates debt was incurred _____

Is the claim subject to offset?

Last 4 digits of account number _____

- ☒ No
☐ Yes

Debtor Northwind Energy Partners, LLCCase number (if known) 16-35225**Part 2: Additional Page**

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

Amount of claim

3.13 Nonpriority creditor's name and mailing address

As of the petition filing date, the claim is:

\$1.00

Check all that apply.

Hector Sulaiman☐ ContingentCampos Eliseos 400 - 701☐ UnliquidatedCol. Lomas de Chapultepec☒ DisputedCP 11000, Mexico D.F.8

Basis for the claim:

Date or dates debt was incurred _____

Is the claim subject to offset?

Last 4 digits of account number _____

☒ No☐ Yes**3.14** Nonpriority creditor's name and mailing address

As of the petition filing date, the claim is:

\$21,284.96

Check all that apply.

Henry R. Clay Trust☐ ContingentP.O. Box 832407☐ Unliquidated☐ Disputed

Basis for the claim:

Dallas TX 75283-2407

Date or dates debt was incurred _____

Is the claim subject to offset?

Last 4 digits of account number _____

☒ No☐ Yes**3.15** Nonpriority creditor's name and mailing address

As of the petition filing date, the claim is:

\$139,431.06

Check all that apply.

Inverness Corp.☐ Contingent616 Fitzpatrick Ave.☐ Unliquidated☐ Disputed

Basis for the claim:

Waco TX 76708

Date or dates debt was incurred _____

Is the claim subject to offset?

Last 4 digits of account number _____

☒ No☐ Yes**3.16** Nonpriority creditor's name and mailing address

As of the petition filing date, the claim is:

\$13,970.32

Check all that apply.

Jakal Oil Company☐ Contingent307 West 7th Street, Ste. 1718☐ Unliquidated☐ Disputed

Basis for the claim:

Fort Worth TX 76102

Date or dates debt was incurred _____

Is the claim subject to offset?

Last 4 digits of account number _____

☒ No☐ Yes

Debtor Northwind Energy Partners, LLCCase number (if known) 16-35225**Part 2: Additional Page**

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

Amount of claim

3.17 Nonpriority creditor's name and mailing address <u>Jason Blake Tollett Trust</u> <u>P.O. Box 832407</u> <u>Dallas TX 75283-2407</u> Date or dates debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$41,687.86</u>
3.18 Nonpriority creditor's name and mailing address <u>Laughlin Family Joint Venture</u> <u>P.O. Box 832407</u> <u>Dallas TX 75283-2407</u> Date or dates debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$40,450.39</u>
3.19 Nonpriority creditor's name and mailing address <u>Lee Wiley Moncrief 1988 Trust</u> <u>Bank of America NA</u> <u>PO Box 832407</u> <u>Dallas TX 75283-2407</u> Date or dates debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$60,600.71</u>
3.20 Nonpriority creditor's name and mailing address <u>Marcia Fuller French</u> <u>P.O. Box 11327</u> <u>Midland TX 79702</u> Date or dates debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$117,217.60</u>

Debtor Northwind Energy Partners, LLCCase number (if known) 16-35225**Part 2: Additional Page**

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

Amount of claim

3.21 Nonpriority creditor's name and mailing address

As of the petition filing date, the claim is:

\$9,440.38

Check all that apply.

Maurice H. Blanks☐ ContingentBank of America, N.A., Agent☐ UnliquidatedP.O. Box 832407☐ Disputed

Basis for the claim:

Dallas TX 75283-2407

Date or dates debt was incurred _____

Is the claim subject to offset?

Last 4 digits of account number _____

☒ No☐ Yes**3.22 Nonpriority creditor's name and mailing address**

As of the petition filing date, the claim is:

\$1,215.89

Check all that apply.

Mike Bonds☐ Contingent151 Abingdon Ave.☐ Unliquidated☐ Disputed

Basis for the claim:

Kenilworth IL 60043

Date or dates debt was incurred _____

Is the claim subject to offset?

Last 4 digits of account number _____

☒ No☐ Yes**3.23 Nonpriority creditor's name and mailing address**

As of the petition filing date, the claim is:

\$89,471.30

Check all that apply.

MSC Minerals Ltd☐ ContingentBank of America, N.A., Agent☐ UnliquidatedP.O. Box 832407☐ Disputed

Basis for the claim:

Dallas TX 75283-2407

Date or dates debt was incurred _____

Is the claim subject to offset?

Last 4 digits of account number _____

☒ No☐ Yes**3.24 Nonpriority creditor's name and mailing address**

As of the petition filing date, the claim is:

\$29,491.38

Check all that apply.

New Orleans I Holdings, LLC☐ Contingent1100 Poydras St☐ Unliquidated☐ Disputed

Basis for the claim:

New Orleans LA 20112

Date or dates debt was incurred _____

Is the claim subject to offset?

Last 4 digits of account number _____

☒ No☐ Yes

Debtor Northwind Energy Partners, LLCCase number (if known) 16-35225**Part 2: Additional Page**

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

Amount of claim

3.25 Nonpriority creditor's name and mailing address

As of the petition filing date, the claim is:

\$40,359.02

Check all that apply.

P2ES Holdings LLC☐ Contingentc/o CMI Credit Mediators Inc.☐ UnliquidatedP.O. Box 456☐ Disputed

Basis for the claim:

Upper Darby PA 19082

Date or dates debt was incurred _____

Is the claim subject to offset?

Last 4 digits of account number _____

☒ No☐ Yes**3.26 Nonpriority creditor's name and mailing address**

As of the petition filing date, the claim is:

\$31,577.26

Check all that apply.

Patricia P. Schieffler Rev Tst☐ ContingentP.O. Box 832407☐ Unliquidated☐ Disputed

Basis for the claim:

Dallas TX 75283-2407

Date or dates debt was incurred _____

Is the claim subject to offset?

Last 4 digits of account number _____

☒ No☐ Yes**3.27 Nonpriority creditor's name and mailing address**

As of the petition filing date, the claim is:

\$51,427.08

Check all that apply.

Patricia Penrose Schieffler OG☐ ContingentP.O. Box 832407☐ Unliquidated☐ Disputed

Basis for the claim:

Dallas TX 75283-2407

Date or dates debt was incurred _____

Is the claim subject to offset?

Last 4 digits of account number _____

☒ No☐ Yes**3.28 Nonpriority creditor's name and mailing address**

As of the petition filing date, the claim is:

\$156,454.77

Check all that apply.

Petrodome Bayou Choctaw LLC☐ Contingent4203 Yoakum Blvd., Ste. 170☐ Unliquidated☐ Disputed

Basis for the claim:

Houston TX 77006

Date or dates debt was incurred _____

Is the claim subject to offset?

Last 4 digits of account number _____

☒ No☐ Yes

Debtor Northwind Energy Partners, LLCCase number (if known) 16-35225**Part 2: Additional Page**

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

Amount of claim

3.29 Nonpriority creditor's name and mailing address

As of the petition filing date, the claim is:

\$52,252.20

Check all that apply.

Petrust Corp of Amer. Agency☐ ContingentBank of America, Agent☐ UnliquidatedPO Box 832407☐ Disputed

Basis for the claim:

Dallas TX 75283-2407

Date or dates debt was incurred _____

Is the claim subject to offset?

Last 4 digits of account number _____

☒ No☐ Yes**3.30 Nonpriority creditor's name and mailing address**

As of the petition filing date, the claim is:

\$1,450,900.36

Check all that apply.

Prime Oil & Gas, Inc.☐ Contingent110 East 59th. St., 33rd. Floor☐ Unliquidated☐ Disputed

Basis for the claim:

New York NY 10022

Date or dates debt was incurred _____

Is the claim subject to offset?

Last 4 digits of account number _____

☒ No☐ Yes**3.31 Nonpriority creditor's name and mailing address**

As of the petition filing date, the claim is:

\$43,210.37

Check all that apply.

Rayond L. Tollett Jr Trust☐ ContingentP.O. Box 832407☐ Unliquidated☐ Disputed

Basis for the claim:

Dallas TX 75283-2407

Date or dates debt was incurred _____

Is the claim subject to offset?

Last 4 digits of account number _____

☒ No☐ Yes**3.32 Nonpriority creditor's name and mailing address**

As of the petition filing date, the claim is:

\$1.00

Check all that apply.

Stradera Energy Partners I LP☐ Contingent2202 Camelback Dr.☐ Unliquidated☒ Disputed

Basis for the claim:

San Antonio TX 78209

Date or dates debt was incurred _____

Is the claim subject to offset?

Last 4 digits of account number _____

☒ No☐ Yes

Debtor Northwind Energy Partners, LLCCase number (if known) 16-35225**Part 2: Additional Page**

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

Amount of claim

3.33 Nonpriority creditor's name and mailing address <u>Stradera Energy Partners II LP</u> <u>2202 Camelback Dr.</u> <u>San Antonio TX 78209</u> Date or dates debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$2,934,726.93</u>
3.34 Nonpriority creditor's name and mailing address <u>Strike Investments, LLC</u> <u>Attn: Cliff Keiser</u> <u>4603 Branchview Drive</u> <u>Arlington TX 76017</u> Date or dates debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$27,843.56</u>
3.35 Nonpriority creditor's name and mailing address <u>Tatum Living Trust</u> <u>P.O. Box 832407</u> <u>Dallas TX 75283-2407</u> Date or dates debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$41,323.11</u>
3.36 Nonpriority creditor's name and mailing address <u>Tubb Memorial LP</u> <u>Bank of America NA</u> <u>P.O. Box 832407</u> <u>Dallas TX 75283-2407</u> Date or dates debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$32,197.67</u>

Debtor Northwind Energy Partners, LLCCase number (if known) 16-35225**Part 2: Additional Page**

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

Amount of claim

3.37 Nonpriority creditor's name and mailing address

As of the petition filing date, the claim is:

\$20,586.45

Check all that apply.

Virginia Clay Dorman Agency☐ ContingentP.O. Box 832407☐ Unliquidated☐ Disputed

Basis for the claim:

Dallas TX 75283-2407

Date or dates debt was incurred _____

Is the claim subject to offset?

Last 4 digits of account number _____

☒ No☐ Yes

Debtor Northwind Energy Partners, LLCCase number (if known) 16-35225**Part 3: List Others to Be Notified About Unsecured Claims**

4. List in alphabetical order any others who must be notified for claims listed in Parts 1 and 2. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for unsecured creditors.

If no others need to be notified for the debts listed in Parts 1 and 2, do not fill out or submit this page. If additional pages are needed, copy the next page.

	Name and mailing address	On which line in Part 1 or Part 2 is the related creditor (if any) listed?	Last 4 digits of account number, if any
4.1	<u>James M. Garner, Esq.</u> <u>SHER GARNER CAHILL RICHTER KLEIN</u> <u>& HILBERT LLC</u> <u>909 Poydras Street, 28th Floor</u> <u>New Orleans LA 20112-4046</u>	Line <u>3.24</u> <input type="checkbox"/> Not listed. Explain:	_____
4.2	<u>Wesley G. Lotz, Esq.</u> <u>Fulkerson Lotz LLP</u> <u>700 Louisiana Street, Suite 2500</u> <u>Houston TX 77002-2773</u>	Line <u>3.12</u> <input type="checkbox"/> Not listed. Explain:	_____

Debtor Northwind Energy Partners, LLCCase number (if known) 16-35225**Part 4: Total Amounts of the Priority and Nonpriority Unsecured Claims**

5. Add the amounts of priority and nonpriority unsecured claims.

Total of claim amounts

5a. Total claims from Part 1

5a. \$864,925.82

5b. Total claims from Part 2

5b. + \$7,081,151.425c. Total of Parts 1 and 2
Lines 5a + 5b = 5c.5c. \$7,946,077.24

Fill in this information to identify the case:

Debtor name Northwind Energy Partners, LLC

United States Bankruptcy Court for the: SOUTHERN DISTRICT OF TEXAS

Case number 16-35225 Chapter 7

(if known)

☐ Check if this is an amended filing

Official Form 206G

Schedule G: Executory Contracts and Unexpired Leases

12/15

Be as complete and accurate as possible. If more space is needed, copy and attach the additional page, numbering the entries consecutively.

1. Does the debtor have any executory contracts or unexpired leases?

- ☐ No. Check this box and file this form with the court with the debtor's other schedules. There is nothing else to report on this form.
- ☒ Yes. Fill in all of the information below even if the contracts or leases are listed on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B).

2. List all contracts and unexpired leases

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

2.1	State what the contract or lease is for and the nature of the debtor's interest	Consultant Services Contract	<u>BriSon Oil & Gas, LLC</u> <u>1811 Bering Drive</u> <u>Suite 400</u> <u>Houston</u> <u>TX</u> <u>77057</u>
	State the term remaining		
	List the contract number of any government contract		
2.2	State what the contract or lease is for and the nature of the debtor's interest	Joint Venture Agreement	<u>Burnside Energy, LLC</u> <u>1811 Bering Drive</u> <u>Suite 400</u> <u>Houston</u> <u>TX</u> <u>77057</u>
	State the term remaining		
	List the contract number of any government contract		
2.3	State what the contract or lease is for and the nature of the debtor's interest	Joint Venture Agreement between Burnside Energy, LLC and Legend Petroleum, LP effective 8/30/12	<u>Burnside Energy, LLC</u> <u>1811 Bering Drive</u> <u>Suite 400</u> <u>Houston</u> <u>TX</u> <u>77057</u>
	State the term remaining		
	List the contract number of any government contract		
2.4	State what the contract or lease is for and the nature of the debtor's interest	Joint Venture Agreement	<u>Legend Petroleum, LP</u> <u>1811 Bering Drive</u> <u>Suite 400</u> <u>Houston</u> <u>TX</u> <u>77057</u>
	State the term remaining		
	List the contract number of any government contract		

Fill in this information to identify the case:Debtor name Northwind Energy Partners, LLCUnited States Bankruptcy Court for the: SOUTHERN DISTRICT OF TEXASCase number
(if known) 16-35225☐ Check if this is an amended filing

Official Form 206H

Schedule H: Codebtors**12/15**

Be as complete and accurate as possible. If more space is needed, copy the Additional Page, numbering the entries consecutively. Attach the Additional Page to this page.

1. Does the debtor have any codebtors?

- ☒ No. Check this box and submit this form to the court with the debtor's other schedules. Nothing else needs to be reported on this form.
- ☐ Yes

2. In Column 1, list as codebtors all of the people or entities who are also liable for any debts listed by the debtor in the schedules of creditors, Schedules D-G. Include all guarantors and co-obligors. In Column 2, identify the creditor to whom the debt is owed and each schedule on which the creditor is listed. If the codebtor is liable on a debt to more than one creditor, list each creditor separately in Column 2.

Column 1: Codebtor**Column 2: Creditor****Name****Mailing address****Name***Check all schedules that apply:*

Fill in this information to identify the case:Debtor Name Northwind Energy Partners, LLCUnited States Bankruptcy Court for the: SOUTHERN DISTRICT OF TEXASCase number (if known): 16-35225☐ Check if this is an amended filing

Official Form 206Sum

Summary of Assets and Liabilities for Non-Individuals

12/15

Part 1: Summary of Assets**1. Schedule A/B: Assets--Real and Personal Property** (Official Form 206A/B)**1a. Real property:**Copy line 88 from Schedule A/B..... \$0.00**1b. Total personal property:**Copy line 91A from Schedule A/B..... \$37,523,961.00**1c. Total of all property**Copy line 92 from Schedule A/B..... \$37,523,961.00**Part 2: Summary of Liabilities****2. Schedule D: Creditors Who Have Claims Secured by Property** (Official Form 206D)Copy the total dollar amount listed in Column A, Amount of claim, from line 3 of Schedule D..... \$7,500,000.00**3. Schedule E/F: Creditors Who Have Unsecured Claims** (Official Form 206E/F)**3a. Total claim amounts of priority unsecured claims:**Copy the total claims from Part 1 from line 5a of Schedule E/F..... \$864,925.82**3b. Total amount of claims of nonpriority amount of unsecured claims:**Copy the total of the amount of claims from Part 2 from line 5b of Schedule E/F..... + \$7,081,151.42**4. Total liabilities**Lines 2 + 3a + 3b..... \$15,446,077.24

Fill in this information to identify the case and this filing:

Debtor Name Northwind Energy Partners, LLC

United States Bankruptcy Court for the: SOUTHERN DISTRICT OF TEXAS

Case number 16-35225
(if known)

Official Form 202**Declaration Under Penalty of Perjury for Non-Individual Debtors**

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☒ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☒ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☒ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☒ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☒ *Schedule H: Codebtors* (Official Form 206H)
- ☒ *A Summary of Assets and Liabilities for Non-Individuals* (Official Form 206-Summary)
- ☐ Amended Schedule _____
- ☐ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☐ Other document that requires a declaration _____

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 11/01/2016
MM/DD/YYYY

X

Thomas L. Easley
Signature of individual signing on behalf of debtor

Thomas L. Easley

Printed name

Sr. Vice President

Position or relationship to debtor

Fill in this information to identify the case:

Debtor name Northwind Energy Partners, LLC

United States Bankruptcy Court for the: SOUTHERN DISTRICT OF TEXAS

Case number (if known) 16-35225

☐ Check if this is an amended filing

Official Form 207

Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy

04/16

The debtor must answer every question. If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

Part 1: Income**1. Gross revenue from business**

☐ None

Identify the beginning and ending dates of the debtor's fiscal year, which may be a calendar year

Sources of revenue
Check all that apply.

Gross revenue
(before deductions
and exclusions)

From the beginning of the
fiscal year to filing date:

From 01/01/2016 to Filing date
MM/DD/YYYY

☒ Operating a business
☐ Other _____

\$0.00

For prior year:

From 01/01/2015 to 12/31/2015
MM/DD/YYYY MM/DD/YYYY

☒ Operating a business
☐ Other _____

\$0.00

For the year before that:

From 01/01/2014 to 12/31/2014
MM/DD/YYYY MM/DD/YYYY

☒ Operating a business
☐ Other _____

\$416,774.00

2. Non-business revenue

Include revenue regardless of whether that revenue is taxable. *Non-business income* may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.

☒ None

Part 2: List Certain Transfers Made Before Filing for Bankruptcy**3. Certain payments or transfers to creditors within 90 days before filing this case**

List payments or transfers—including expense reimbursements—to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$6,425. (This amount may be adjusted on 4/01/19 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

☒ None

Debtor Northwind Energy Partners, LLC
NameCase number (if known) 16-35225**4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider**

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed or co-signed by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$6,425. (This amount may be adjusted on 4/01/19 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. Insiders include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

☒ None**5. Repossessions, foreclosures, and returns**

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.

☒ None**6. Setoffs**

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.

☒ None**Part 3: Legal Actions or Assignments****7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits**

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity--within 1 year before filing this case.

☐ None

Case title	Nature of case	Court or agency's name and address	Status of case
7.1. World Energy v Northwind Gulf Coast etal	Breach of contract, counterclaim	Superior Court, Newcastle Co., DE Name NCC Courthouse Street 500 N. King St.	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
Case number CA #N15C-03-241WCC		Wilmington DE 19801 City State ZIP Code	

8. Assignments and receivership

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

☒ None

Debtor Northwind Energy Partners, LLC
NameCase number (if known) 16-35225**Part 4: Certain Gifts and Charitable Contributions**

9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000

☒ None**Part 5: Certain Losses**

10. All losses from fire, theft, or other casualty within 1 year before filing this case.

☒ None**Part 6: Certain Payments or Transfers****11. Payments related to bankruptcy**

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case.

☐ None

Who was paid or who received the transfer?	If not money, describe the property transferred	Dates	Total amount or value
11.1. <u>Fuqua & Associates, PC</u>		<u>10/18/16</u>	<u>\$17,500.00</u>
Address			
<u>5005 Riverway</u>			
Street			
<u>Suite 250</u>			
Houston TX 77056			
City State ZIP Code			
Email or website address			
<u>rifuqua@fuqualegal.com</u>			
Who made the payment, if not debtor?			
<u>Arena Power Co and L.R. French III</u>			

12. Self-settled trusts of which the debtor is a beneficiary

List any payments or transfers of property made by the debtor or a person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device.

Do not include transfers already listed on this statement.

☒ None

Debtor Northwind Energy Partners, LLC
Name

Case number (if known) 16-35225

13. Transfers not already listed on this statement

List any transfers of money or other property--by sale, trade, or any other means--made by the debtor or a person acting on behalf of the debtor within 2 years before the filing of this case to another person, other than property transferred in the ordinary course of business or financial affairs. Include both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

☒ None

Part 7: Previous Locations

14. Previous addresses

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

☒ Does not apply

Part 8: Health Care Bankruptcies

15. Health Care bankruptcies

Is the debtor primarily engaged in offering services and facilities for:

- ☐ diagnosing or treating injury, deformity, or disease, or
- ☐ providing any surgical, psychiatric, drug treatment, or obstetric care?

☒ No. Go to Part 9.

☐ Yes. Fill in the information below.

Part 9: Personally Identifiable Information

16. Does the debtor collect and retain personally identifiable information of customers?

☒ No.

☐ Yes. State the nature of the information collected and retained _____

Does the debtor have a privacy policy about that information?

☐ No.

☐ Yes.

17. Within 6 years before filing this case, have any employees of the debtor been participants in any ERISA, 401(k), 403(b) or other pension or profit-sharing plan made available by the debtor as an employee benefit?

☒ No. Go to Part 10.

☐ Yes. Does the debtor serve as plan administrator?

☐ No. Go to Part 10.

☐ Yes. Fill in below:

Debtor Northwind Energy Partners, LLC
Name

Case number (if known) 16-35225

Part 10: Certain Financial Accounts, Safe Deposit Boxes, and Storage Units

18. Closed financial accounts

Within 1 year before filing this case, were any financial accounts or instruments held in the debtor's name, or for the debtor's benefit, closed, sold, moved, or transferred?

Include checking, savings, money market, or other financial accounts, certificates of deposit, and shares in banks, credit unions, brokerage houses, cooperatives, associations, and other financial institutions.

☒ None

19. Safe deposit boxes

List any safe deposit box or other depository for securities, cash, or other valuables the debtor now has or did have within 1 year before filing this case.

☒ None

20. Off-premises storage

List any property kept in storage units or warehouses within 1 year before filing this case. Do not include facilities that are in a part of a building in which the debtor does business.

☒ None

Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own

21. Property held for another

List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do not list leased or rented property.

☒ None

Part 12: Details About Environmental Information

For the purpose of Part 12, the following definitions apply:

- *Environmental law* means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).
- *Site* means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.
- *Hazardous material* means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance.

Report all notices, releases, and proceedings known, regardless of when they occurred.

22. Has the debtor been a party in any judicial or administrative proceeding under any environmental law?

Include settlements and orders.

☒ No

☐ Yes. Provide details below.

Debtor Northwind Energy Partners, LLC
NameCase number (if known) 16-35225

23. Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of an environmental law?

- ☒ No
☐ Yes. Provide details below.

24. Has the debtor notified any governmental unit of any release of hazardous material?

- ☒ No
☐ Yes. Provide details below.

Part 13: Details About the Debtor's Business or Connections to Any Business

25. Other businesses in which the debtor has or has had an interest

List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules.

☐ None

25.1.	Business name and address <u>Northwind Gulf Coast, LLC</u> Name <u>1811 Bering Drive</u> Street <u>Suite 400</u> <u>Houston</u> <u>TX</u> <u>77057</u> City State ZIP Code	Describe the nature of the business Oil & gas development Chapter 7 Debtor, Case #16-35227 Southern District of Texas, Houston Div	Employer Identification number Do not include Social Security number or ITIN. EIN: <u>9</u> <u>0</u> - <u>1</u> <u>0</u> <u>1</u> <u>9</u> <u>2</u> <u>2</u> <u>0</u> Dates business existed From <u>9/30/13</u> To <u>10/18/16</u>
25.2.	Business name and address <u>Louisiana Energy Acquisition & Dev LLC</u> Name <u>1811 Bering</u> Street <u>Suite 400</u> <u>Houston</u> <u>TX</u> <u>77057</u> City State ZIP Code	Describe the nature of the business Oil & gas lease acquisition	Employer Identification number Do not include Social Security number or ITIN. EIN: <u>2</u> <u>7</u> - <u>1</u> <u>0</u> <u>4</u> <u>2</u> <u>5</u> <u>1</u> <u>4</u> Dates business existed From <u>July 2010</u> To <u>2012</u>
25.3.	Business name and address <u>Northwind L&D</u> Name <u>1811 Bering</u> Street <u>Suite 400</u> <u>Houston</u> <u>TX</u> <u>77057</u> City State ZIP Code	Describe the nature of the business Oil & gas	Employer Identification number Do not include Social Security number or ITIN. EIN: <u>2</u> <u>7</u> - <u>4</u> <u>2</u> <u>7</u> <u>0</u> <u>7</u> <u>7</u> <u>7</u> Dates business existed From <u>July 2010</u> To <u>2012</u>
25.4.	Business name and address <u>Northwind Oil & Gas, LLC</u> Name <u>1811 Bering</u> Street <u>Suite 400</u> <u>Houston</u> <u>TX</u> <u>77057</u> City State ZIP Code	Describe the nature of the business Oil & gas operator	Employer Identification number Do not include Social Security number or ITIN. EIN: <u>2</u> <u>7</u> - <u>3</u> <u>0</u> <u>2</u> <u>6</u> <u>6</u> <u>2</u> <u>6</u> Dates business existed From <u>July 2010</u> To <u>2013</u>

Debtor Northwind Energy Partners, LLC
NameCase number (if known) 16-35225**26. Books, records, and financial statements**

26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

☐ None

	Name and address	Dates of service
		From To
26a.1.	Richard Halprin	From <u>2011</u> To <u>present</u>

Name
1811 Bering Dr.
Street
Suite 400

Houston TX 77057
City State ZIP Code

	Name and address	Dates of service
		From To
26a.2.	Maggie Alvarez	From <u>2012</u> To <u>present</u>

Name
1811 Bering
Street
Suite 400

Houston TX 77057
City State ZIP Code

	Name and address	Dates of service
		From To
26a.3.	Cantrell & Cantrell PLLC	From <u>2015</u> To <u>present</u>

Name
3700 Buffalo Speedway
Street
Suite 520

Houston TX 77098
City State ZIP Code

	Name and address	Dates of service
		From To
26a.4.	Richard R. Kostboth, CPA	From <u>2011</u> To <u>2011</u>

Name
Arledge & Associates, PC
Street
309 North Bryant

Edmond OK 73034
City State ZIP Code

26b. List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.

☒ None

26c. List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

☐ None

	Name and address	If any books of account and records are unavailable, explain why
26c.1.	Thomas L. Easley	Laptop computer files hacked 9/30/16. Debtor's representative is attempting to retrieve files.

Name
1811 Bering Drive
Street
Suite 400

Houston TX 77057
City State ZIP Code

Debtor Northwind Energy Partners, LLC Case number (if known) 16-35225
 Name

- 26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.

☐ None

Name and address

26d.1. World Energy Ventures LLC
 Name
c/o Robert S. Saunders, Esq.
 Street
920 N. King St., 7th Floor
Wilmington DE 19801
 City State ZIP Code

27. Inventories

Have any inventories of the debtor's property been taken within 2 years before filing this case?

☒ No.

☐ Yes. Give the details about the two most recent inventories.

28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.

Name	Address	Position and nature of any interest	% of interest, if any
Thomas L. Easley	1811 Bering Drive Suite 400 Houston, TX 77057	Manager / Membership interest	5.7078%
L.R. French III	1811 Bering Suite 400 Houston, TX 77057	Manager / None	0%
Northwind 32 Partners, LP	1800 Bering Suite 400 Houston, TX 77057	Member / Membership interest	41.4003%

29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?

☒ No

☐ Yes. Identify below.

Name	Address	Position and nature of any interest	Period during which position or interest was held
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Debtor Northwind Energy Partners, LLC
NameCase number (if known) 16-35225**30. Payments, distributions, or withdrawals credited or given to insiders**

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

- ☒ No
☐ Yes. Identify below.

31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?

- ☒ No
☐ Yes. Identify below.

32. Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund?

- ☒ No
☐ Yes. Identify below.

Part 14: Signature and Declaration

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

I have examined the information in this *Statement of Financial Affairs* and any attachments and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on

MM/DD/YYYY

X

Signature of individual signing on behalf of the debtor

Printed name Thomas L. EasleyPosition or relationship to debtor Sr. Vice President

Are additional pages to *Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy* (Official Form 207) attached?

- ☒ No
☐ Yes

B2030 (Form 2030) (12/15)

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re **Northwind Energy Partners, LLC**Case No. **16-35225**Chapter **7**

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR

1. Pursuant to 11 U.S.C. § 329(a) and Fed. Bankr. P. 2016(b), I certify that I am the attorney for the above named debtor(s) and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

For legal services, I have agreed to accept.....	Fixed Fee: <u>\$17,500.00</u>
Prior to the filing of this statement I have received.....	<u>\$17,500.00</u>
Balance Due.....	<u>\$0.00</u>

2. The source of the compensation paid to me was:

☐ Debtor ☒ Other (specify)
Arena Power Company and L.R. French III

3. The source of compensation to be paid to me is:

☐ Debtor ☐ Other (specify)

4. ☒ I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.
- ☐ I have agreed to share the above-disclosed compensation with another person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation, is attached.

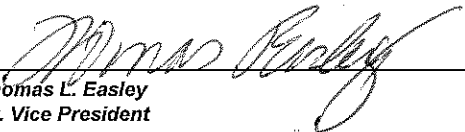
5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:

- a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
- b. Preparation and filing of any petition, schedules, statements of affairs and plan which may be required;
- c. Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;

B2030 (Form 2030) (12/15)

6. By agreement with the debtor(s), the above-disclosed fee does not include the following services:

CERTIFICATION	
I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.	
<u>11/01/16</u> Date	 _____ Richard Lee Fuqua II Fuqua & Associates, P.C. 5005 Riverway, Suite 250 Houston, TX 77056 Phone: (713) 960-0277 / Fax: (713) 960-1064
	Bar No. 07552300



Thomas L. Easley
Sr. Vice President